

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

PRESIDENT AND CEO SELECTION COMMITTEE

FRIDAY, DECEMBER 7, 2012, AT 9:00 A.M.

IN THE ROSATI CONFERENCE ROOM

T. F. GREEN AIRPORT

2000 POST ROAD, WARWICK, RHODE ISLAND

The meeting of the Rhode Island Airport Corporation (“Corporation”) President and CEO Selection Committee was called to order by Chair, Kathleen C. Hittner, M.D., at 9:00 a.m, in the Rosati Conference Room at 2000 Post Road, Warwick, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.

COMMITTEE MEMBERS PRESENT: Kathleen C. Hittner, M.D; Deborah M. Thomas; Bradford S. Dimeo; and Joseph M. Cianciolo.

COMMITTEE MEMBER ABSENT: None.

ALSO PRESENT: Kendra Beaver, Environmental Legal Counsel; Sherri-Ann Penta, Director of Human Resources; and those members listed on the attendance sheet attached hereto.

1. Approval of the Minutes of the President and CEO Selection Committee Meeting of December 3, 2012.

A motion was made by Mr. Dimeo and seconded by Ms. Thomas to approve the minutes of the President and CEO Selection Committee Meeting of December 3, 2012. The motion was passed unanimously.

2. Open Forum:

It was noted for the record that the Open Forum would be limited to 10 minutes.

Dr. Hittner asked if anyone present wanted to speak in Open Forum. No one came forward.

3. Update Related to Executive Search for New President and CEO.

Dr. Hittner reported the executive search process is going very well and the candidates are very well qualified. Dr. Hittner stated the remaining candidate is being interviewed today as the candidate was unable to attend interviews scheduled on December 3rd due to a prior commitment. Dr. Hittner thanked the Committee members for adjusting their schedules to attend this interview.

Dr. Hittner reported the interview process was executed with a series of questions provided by Mr. Doug Kelpman as well as additional questions, pertinent to the Rhode Island Airport Corporation (RIAC), added by the Committee. Dr. Hittner stated that each candidate was asked the same series of questions to better compare their responses

on airport experience and their ability to meet the needs of RIAC.

Dr. Hittner stated that after the remaining interview is conducted today, the Committee will follow the recommendation of Mr. Kuelpman and rank the candidates. Dr. Hittner reported that the candidate ranking would be presented to the full Board of Directors at the next Board of Director's Meeting on December 19th. Dr. Hittner reported that the Committee intends to recommend a candidate to the Board for approval at the next meeting.

4. Executive Session:

At approximately, 9:10 a.m., a motion was made by Mr. Dimeo and seconded by Mr. Cianciolo to go into Executive Session for the purpose of discussing the following items:

(a) Motion to Approve of Minutes of Executive Session on December 3, 2012 - R.I.G.L. § 42-46-5(a)(1); and

(b) Discussion Regarding Individual Candidates Qualifications (Job Performance and Character) - R.I.G.L. § 42-46-5(a)(1); and

(c) Motion to Return to Open Session.

By the following roll call vote the motion was passed unanimously.

YEAS: Kathleen C. Hittner, M.D.

Bradford S. Dimeo

Deborah Thomas

Joseph Cianciolo

NAYS: None

ABSTAIN: None

At approximately 12:20 p.m., a motion was made by Mr. Dimeo and seconded by Ms. Thomas to return to the Open Session. The motion was passed unanimously.

5. Post Executive Session Actions and Announcements:

(a) Motion to Seal the Minutes of the Executive Session held on December 7, 2012; and

(b) Report on Actions taken in Executive Session; and

(c) Vote on Ranking Candidates and Recommending the Top Candidate to the Board.

A motion was made by Ms. Thomas and seconded by Mr. Dimeo to seal the minutes of the Executive Session in accordance with R.I.G.L.

§ 42-46-4. By the following roll call vote the motion was passed unanimously.

YEAS: Kathleen C. Hittner, M.D.

Bradford S. Dimeo

Deborah Thomas

Joseph Cianciolo

NAYS: None

ABSTAIN: None

(b) Report on Actions taken in Executive Session.

During the Executive Session, a motion was made by Mr. Dimeo to approve the sealed minutes of the Executive Session held on December 3, 2012. The motion was seconded by Mr. Cianciolo. The motion was passed unanimously.

(c) Vote on Ranking Candidates and Recommending the Top Candidate to the Board.

Dr. Hittner reported the Selection Committee completed the third and final interview and action was taken by the Committee to rank the three candidates.

A motion was made by Mr. Dimeo and seconded by Mr. Cianciolo that the ranking of the candidates as discussed by the Search Committee in executive session be approved.

The motion was passed unanimously.

Dr. Hittner reported that she will develop an offer package, with the assistance of RIAC Human Resources and outside counsel, and intends to present the selected candidate and package to the Board for approval at the December 19th Board meeting.

6. Future Meetings:

There are no further meetings scheduled.

7. Adjournment:

Mr. Dimeo moved to adjourn at approximately 12:23 p.m. The motion was seconded by Mr. Cianciolo. The motion was passed unanimously.

Respectfully submitted,

Kathleen C. Hittner, M.D., Chair
Rhode Island Airport Corporation

PUBLIC ATTENDANCE SHEET
RHODE ISLAND AIRPORT CORPORATION
PRESIDENT AND CEO SELECTION COMMITTEE
FRIDAY, DECEMBER 7, 2012

NAME	AFFILIATION
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Doug Kuelzman	ADK
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Paul Parker	Providence Journal
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The minutes of the Executive Session of the President and CEO Selection Committee Meeting of December 7, 2012, have been sealed in accordance with R.I.G.L. § 42-46-4.